

Fill in this information to identify the case:Debtor name Paladin Energy CorporationUnited States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXASCase number (if known) 16-31590☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None.**Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year**

From the beginning of the fiscal year to filing date:
From 1/01/2016 to Filing Date

Sources of revenue
Check all that apply

☒ Operating a business
☐ Other _____

Gross revenue
(before deductions and exclusions)\$1,073,996.27

For prior year:
From 1/01/2015 to 12/31/2015

☒ Operating a business
☐ Other _____

\$5,273,837.00

For year before that:
From 1/01/2014 to 12/31/2014

☒ Operating a business
☐ Other _____

\$11,254,195.00**2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None.**Description of sources of revenue****Gross revenue from each source**
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 1/01/2016 to Filing Date

Interest\$2.70

For prior year:
From 1/01/2015 to 12/31/2015

(\$160,723 SV27 to Clearwater;
\$9,675 Gain on sale of
inventory; \$286 Interest
Income, loss of \$286,237.00
due to inventory being
absolute

\$-115,551.00

Debtor Paladin Energy CorporationCase number (if known) 16-31590**For year before that:**

From 1/01/2014 to 12/31/2014

Description of sources of revenue**Gross revenue from each source**
(before deductions and exclusions)

Interest income

\$1,810.00

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.**Creditor's Name and Address****Dates****Total amount of value****Reasons for payment or transfer**
Check all that apply

3.1. Please see attached Exhibit "A"

\$0.00

- ☐ Secured debt
☐ Unsecured loan repayments
☐ Suppliers or vendors
☐ Services
☐ Other__

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.**Insider's name and address**
Relationship to debtor**Dates****Total amount of value****Reasons for payment or transfer**

4.1. George Fenton
 4722 S. Lindurst Ave.
 Dallas, TX 75229
 Sole Director, President, CEO, Treasurer
 & Secretary

Periodic

\$328,404.30

Salary and Expense
Reimbursement

4.2. David Plaisance
 4254 Royal Ridge Drive
 Dallas, TX 75229
 Vice-President & Assistant Secretary

Periodic

\$194,354.89

Salary and Expense
Reimbursement

4.3. Michael Horn
 4006 Dunkirk
 Midland, TX 79707
 Operations Manager & Assistant
 Secretary

Periodic

\$212,575.45

Salary and Expense
Reimbursement

4.4. John Orsini
 152 Timberlink Dr.
 Grand Island, NY 14072
 Controller (former officer ending on Jan. 4,
 2016)

Periodic

\$180,145.60

Salary

4.5. Bozoil
 10290 Monroe Dr, Suite 301
 Dallas, TX 75229
 100 % owned by George Fenton

\$60,548.66

Royalty Payments

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Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.6. David Plaisance 4254 Royal Ridge Dr. Dallas, TX 75229 Vice-President & Assistant Secretary		\$16,578.01	Royalty Payment
4.7. Michael Horn 4006 Dunkirk Midland, TX 79707 Operations Manager & Assistant Secretary		\$16,578.01	Royalty Payments
4.8. John Orsini 152 Timberlink Dr. Grand Island, NY 14072 Controller (former officer as of Jan. 4, 2016)		\$3,668.42	Royalty Payment

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. (Routine) Tax Audit, New Mexico Taxation and Revenue Department	A routine audit	Oil & Gas Audit Section Attn: Nathanael Webster P.O. Box 5374 Santa Fe, NM 87502-5374	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

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Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss <small>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</small>	Dates of loss	Value of property lost
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Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. Munsch Hardt Kopf & Harr, P.C. 3800 Ross Tower 500 N. Akard Street Dallas, TX 75201-6659		March 21, 2016--\$20,000 April 12, 2016--\$140,000 Draw of \$12,735.00 on April 21, 2016	\$160,000.00
Email or website address <u>www.munsch.com</u>			
Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None.

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	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1	Clearwater SWD, LLC H.C. 60, Artesia Highway, Lovington, NM 88260	Conveys 100% ownership of the State Commercial Salt Water Disposal Easement, associated wellbore (South Vacuum 27 #4), and equipment to Clearwater SWD, LLC	9/25/2015	\$1,000,000.00
	Relationship to debtor Paladin Energy Corp. is a 50% owner of Clearwater SWD, LLC			

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address	Dates of occupancy From-To
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Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- ☒ No. Go to Part 9.
- ☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

- ☒ No.
- ☐ Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- ☐ No. Go to Part 10.
- ☒ Yes. Does the debtor serve as plan administrator?

☐ No Go to Part 10.☒ Yes. Fill in below:

Name of plan

Simple IRA

Employer identification number of the plan

EIN: 75-2706005

Has the plan been terminated?

- ☒ No
- ☐ Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold,

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moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
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19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
Double R. Pipe County Roadway 7 Lovington, NM 88260	Michael Horn, Operations Manager of Paladin, 4006 Dunkirk, Midland, TX 79707 Employees of Double R. Pipe	Company warehouse stock, tubulars and misc. oilfield equipment	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
T. Bob Amthor 1007 Fairgrounds Rd. Midland, TX 79709	Michael Horn, Operations Manager of Paladin. 4006 Dunkirk, Midland, TX 79707 Employees of T. Bob Amthor	Company warehouse stock, tubulars and misc. oilfield equipment	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Owner's name and address	Location of the property	Describe the property	Value
Potential working interest, royalties and taxes (see Schedules)			\$0.00

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).*Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.*Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a

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similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.**22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.**

- ☐ No.
- ☒ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
New Mexico Oil Conservation Division		In 2008, Saltwater was spilled from a buried flowline used to bring saltwater to our disposal facility in the South Vacuum field (South Vacuum SWD Line). We excavated and removed the contaminated soil and installed monitoring wells to the underlying aquifer. We record and report salinities every quarter, with no adverse results to date. The file is still technically open, but there is nothing pending.	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
New Mexico Oil Conservation Division		In 2005, a complaint was made by an adjacent farmer in the King Field claiming that two of his fresh water irrigation wells were showing signs of elevated chlorides. He implied that a plugged SWD well on Paladin's property was the source of contamination (Alexander Farms - Fleet #4 SWD Well). No action has been taken by either Paladin or the State, as the farmer will not grant access to allow independent sampling at his wells. The file is still technically open, but there is nothing pending.	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.
- ☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice

24. Has the debtor notified any governmental unit of any release of hazardous material?

☒ No.

☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

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List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name address**Describe the nature of the business****Employer Identification number**

Do not include Social Security number or ITIN.

Dates business existed

25.1. Clearwater SWD, LLC
H.C. 60, Artesia Highway
Lovington, NM 88260

Saltwater disposal from oil wells
Debtor owns 50% interest

EIN: Employer ID# 474769949

From-To 5/18/2015 - present

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address**Date of service
From-To**

26a.1. Bland Garvey, P.C.
Attn: Susan Medlock
2600 N. Central Express Way, Suite 550
Richardson, TX 75080-2007

March - April 2015 for
fiscal year ended
12/31/15 and
April 2015 for fiscal
year ended 12/31/14

26a.2. Weaver and Tidwell, LLP
Attn: Jeff Sanders
12221 Merit Drive, Suite 1400
Dallas, TX 75251

Prepared tax filings
and provided tax
advice at various
times throughout
2014 through filing
date

26a.3. John J. Orsini
152 Timberlink Drive
Grand Island, NY 14072

7/1/2003-present
(internal CPA)

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address**Date of service
From-To**

26b.1. Bland Garvey, P.C.
Attn: Susan Medlock
2600 N. Central Expressway, Suite 550
Richardson, TX 75080-2007

March - April 2016 for
fiscal year ended
12/31/25 and March -
April 2015 for fiscal
year ended
12/31/2014

Name and address**Date of service
From-To**

26b.2. Weaver and Tidwell, LLP
Attn: Jeff Sanders
12221 Merit Drive, Suite 1400
Dallas, TX 75251

Various times
throughout 2014
through filing date.

Name and address**Date of service
From-To**

26b.3. John Orsini
152 Timberlink Drive
Grand Island, NY 14072

Current Controller

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

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Name and address	If any books of account and records are unavailable, explain why
26c.1. Bland Garvey, P.C. Attn: Susan Medlock 2600 N. Central Expressway, Suite 550 Richardson, TX 75080-2007	
26c.2. Weaver and Tidwell, LLP Attn: Jeff Sanders 12221 Merit Drive, Suite 1400 Dallas, TX 75251	
26c.3. Employees of Paladin Energy Corp	
26c.4. John J. Orsini, Controller 152 Timberlink Drive Grand Island, NY 14072	
26c.5. Oil and Gas Business Solutions 4848 Greenville Ave, Suite 1250 Dallas, TX 75206	Outside accounting system provider

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address
26d.1. MUFG Union Bank, N.A. 500 N. Akard St., Suite 4200 Dallas, TX 75201

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
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28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
George G. Fenton	4722 S. Lindhurst Ave. Dallas, TX 75229	Sole Director, President, CEO, Treasurer & Secretary	82.4996
Name	Address	Position and nature of any interest	% of interest, if any
Michael T. Horn	4006 Dunkirk Midland, TX 79707	Operations Manager & Assistant Secretary	9.6217
Name	Address	Position and nature of any interest	% of interest, if any
David Plaisance	4254 Royal Ridge Drive Dallas, TX 75229	Vice-President & Assistant Secretary	6.4106

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Name	Address	Position and nature of any interest	% of interest, if any
Elwood Holstein, Jr.	4616 Rosecroft Pl. Falls Church, VA 22043		1.4682

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No
☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
John J. Orsini	152 Timberlink Drive Grand Island, NY 14072	Assistant Treasurer	7/1/2003 - 1/4/2016

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

	Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1	George Fenton 4722 S. Lindhurst Ave Dallas, TX 75229	Salary, \$328,404.30		Salary for services rendered and expense reimbursement
	Relationship to debtor Sole Director, President, CEO, Treasurer & Secretary			
30.2	David J. Plaisance 4254 Royal Ridge Drive Dallas, TX 75229	Salary: \$194,354.89		Salary for services rendered and expense reimbursement
	Relationship to debtor Vice-President & Assistant Secretary			
30.3	Michael T. Horn 4006 Dunkirk Midland, TX 79707	Salary: \$212,575.45		Salary for services rendered and expense reimbursement
	Relationship to debtor Operations Manager & Assistant Secretary			

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	Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.4	Bozoil 10290 Monroe Drive, Suite 301 Dallas, TX 75229	\$60,548.66		Royalties
	Relationship to debtor 100% owned by George Fenton			
30.5	John Orsini 152 Timberlink Dr. Grand Island, NY 14072	\$180,145.60		Salary for services rendered and expense reimbursement
	Relationship to debtor Controller			
30.6	David Plaisance 4254 Royal Ridge Drive Dallas, TX 75229	\$16,578.01		Royalties
	Relationship to debtor Vice-President & Assistant Secretary			
30.7	Michael Horn 4006 Dunkirk Midland, TX 79707	\$16,578.01		Royalties
	Relationship to debtor Operations Manager & Assistant Secretary			
30.8	John Orsini 152 Timberlink Dr. Grand Island, NY 14072	\$3,668.42		Royalties
	Relationship to debtor Controller			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

Debtor Paladin Energy CorporationCase number (if known) 16-31590**Part 14: Signature and Declaration**

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 20, 2016/s/ George Fenton

Signature of individual signing on behalf of the debtor

George Fenton

Printed name

Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No☐ Yes

EXHIBIT “A”

(SOFA Question 3.1)

TRANSFERS TO CREDITORS DURING THE 90 DAY PERIOD PRECEDING THE CHAPTER 11 FILING

TYPE	DATE	CHECK #	NAME	ACCOUNT	TYPE OF CREDITOR	DEBIT
CHECKS	04/19/16	33274	BLAND GARVEY	AP	AUDIT FEES	25,000.00
						<u>25,000.00</u>
CHECKS	01/29/16	33002	BLUE CROSS BLUE SHEILD	AP	INSURANCE	4,827.78
CHECKS	02/29/16	33126	BLUE CROSS BLUE SHIELD	AP	INSURANCE	4,827.78
CHECK	03/29/16	33211	BLUE CROSS BLUE SHIELD	AP	INSURANCE	4,855.49
						<u>14,511.05</u>
CHECKS	02/01/16	33020	CATALYST OILFIELD	AP	VENDOR	4,059.02
CHECKS	02/17/16	33048	CATALYST OILFIELD	AP	VENDOR	3,808.55
CHECKS	02/22/16	33103	CATALYST OILFIELD	AP	VENDOR	4,009.01
CHECKS	04/20/16	33255	CATALYST OILFIELD	AP	VENDOR	2,584.31
						<u>14,460.89</u>
CHECKS	01/21/16	32977	CHEM-TREAT	AP	VENDOR	15,355.66
CHECKS	02/22/16	33102	CHEM-TREAT	AP	VENDOR	16,560.14
CHECKS	04/20/16	33254	CHEM-TREAT	AP	VENDOR	16,940.22
						<u>48,856.02</u>
		ACCT.				
MISC DEBIT	02/16/16	DEBIT	FIDELITY	MISC DEBIT	SIMPLE IRA CONTRIBUTIONS	6,458.51
		ACCT.				
MISC DEBIT	03/14/16	DEBIT	FIDELITY	MISC DEBIT	SIMPLE IRA CONTRIBUTIONS	6,457.19
		ACCT.				
MISC DEBIT	04/14/16	DEBIT	FIDELITY	MISC DEBIT	SIMPLE IRA CONTRIBUTIONS	6,465.79
						<u>19,381.49</u>
CHECKS	04/20/16	33261	GE OIL & GAS ESP	AP	VENDOR	8,967.50
CHECKS	01/21/16	32979	GE OIL & GAS ESP	AP	VENDOR	58,692.27
CHECKS	02/17/16	33047	GE OIL & GAS ESP	AP	VENDOR	8,967.50
CHECK	03/07/16	33170	GE OIL & GAS ESP	AP	VENDOR	878.18
						<u>77,505.45</u>
CHECKS	01/21/16	32981	HAARMAYER ELECTRIC	AP	VENDOR	1,588.86
CHECKS	02/01/16	33023	HAARMAYER ELECTRIC	AP	VENDOR	892.75
CHECKS	02/08/16	33042	HAARMAYER ELECTRIC	AP	VENDOR	716.70
CHECKS	02/22/16	33109	HAARMAYER ELECTRIC	AP	VENDOR	4,194.39
CHECKS	02/22/16	33121	HAARMAYER ELECTRIC	AP	VENDOR	248.03
CHECKS	02/29/16	33128	HAARMAYER ELECTRIC	AP	VENDOR	530.90
CHECK	03/07/16	33171	HAARMAYER ELECTRIC	AP	VENDOR	2,948.06
CHECK	03/10/16	33191	HAARMAYER ELECTRIC	AP	VENDOR	6,215.71
CHECKS	04/20/16	33264	HAARMAYER ELECTRIC	AP	VENDOR	5,114.53
						<u>22,449.93</u>
		ACCT.				
MISC DEBIT	03/14/16	DEBIT	IRS	MISC DEBIT	PAYROLL TAXES	35,416.91
		ACCT.				
MISC DEBIT	04/14/16	DEBIT	IRS	MISC DEBIT	PAYROLL TAXES	36,785.02
		ACCT.				
MISC DEBIT	02/16/16	DEBIT	IRS	MISC DEBIT	PAYROLL TAXES	35,436.95
						<u>107,638.88</u>

TYPE	DATE	CHECK #	NAME	ACCOUNT	TYPE OF CREDITOR	DEBIT
CHECKS	02/08/16	33043	JOE'S PUMP & ENG.	AP	VENDOR	3,009.52
CHECKS	02/17/16	33052	JOE'S PUMP & ENG.	AP	VENDOR	1,786.19
CHECKS	02/29/16	33129	JOE'S PUMP & ENG.	AP	VENDOR	723.78
CHECKS	04/20/16	33265	JOE'S PUMP & ENG.	AP	VENDOR	3,156.31
						<u>8,675.80</u>
CHECKS	02/22/16	33110	JOE'S ROUSTABOUT	AP	VENDOR	17,073.44
						<u>17,073.44</u>
CHECKS	02/29/16	33130	LEA COUNTY ELECTRIC	AP	UTILITIES	88,425.79
CHECK	03/24/16	33207	LEA COUNTY ELECTRIC	AP	UTILITIES	98,879.70
CHECKS	01/25/16	32995	LEA COUNY ELECTRIC	AP	UTILITIES	87,859.00
						<u>275,164.49</u>
CHECKS	01/21/16	32983	LIBERTY MAINTENANCE	AP	VENDOR	761.13
CHECKS	02/01/16	33024	LIBERTY MAINTENANCE	AP	VENDOR	421.61
CHECKS	02/08/16	33034	LIBERTY MAINTENANCE	AP	VENDOR	895.92
CHECKS	02/08/16	33044	LIBERTY MAINTENANCE	AP	VENDOR	889.73
CHECKS	02/22/16	33112	LIBERTY MAINTENANCE	AP	VENDOR	2,274.42
CHECKS	02/29/16	33131	LIBERTY MAINTENANCE	AP	VENDOR	3,530.73
CHECK	03/10/16	33193	LIBERTY MAINTENANCE	AP	VENDOR	914.41
CHECKS	04/20/16	33266	LIBERTY MAINTENANCE	AP	VENDOR	3,290.87
						<u>12,978.82</u>
CHECKS	02/17/16	33059	LRP, INC.	AP	VENDOR	5,484.12
CHECK	03/24/16	33208	LRP, INC.	AP	VENDOR	5,484.12
CHECKS	04/20/16	33277	LRP, INC.	AP	VENDOR	5,484.12
						<u>16,452.36</u>
			MHKH - ADD'L RETAINER (TOTAL			
MISC DEBIT	04/12/16	WIRE TRSF	\$160,000.00)	MISC DEBIT	LEGAL FEES	140,000.00
MISC DEBIT	03/21/16	WIRE TRSF	MHKH - RETAINER	MISC DEBIT	LEGAL FEES	20,000.00
						<u>160,000.00</u>
					OWNER NM WITHHOLDING	
CHECKS	01/25/16	32986	NM TAXATION & REVENUE	AP	TAXES	3,689.00
CHECKS	02/17/16	33060	NM TAXATION & REVENUE	AP	PRODUCTION TAXES	4,671.05
CHECK	03/21/16	33201	NM TAXATION & REVENUE	AP	REGULATORY FEES	64.60
CHECK	03/21/16	33203	NM TAXATION & REVENUE	AP	PRODUCTION TAXES	3,485.56
					OWNER NM WITHHOLDING	
CHECKS	04/13/16	33247	NM TAXATION & REVENUE	MISC DEBIT	TAXES	2,347.00
CHECKS	04/20/16	33269	NM TAXATION & REVENUE	AP	PRODUCTION TAXES	3,667.29
						<u>17,924.50</u>
CHECKS	02/22/16	33115	PARADIGM	AP	OUTSIDE OPERATOR	5,011.61
CHECK	03/24/16	33204	PARADIGM	AP	OUTSIDE OPERATOR	16,603.67
CHECKS	04/20/16	33250	PARADIGM	AP	OUTSIDE OPERATOR	7,889.62
						<u>29,504.90</u>
CHECKS	02/01/16	33026	RICHARDS ENERGY	AP	VENDOR	1,409.93
CHECKS	02/08/16	33036	RICHARDS ENERGY	AP	VENDOR	2,819.86

TYPE	DATE	CHECK #	NAME	ACCOUNT	TYPE OF CREDITOR	DEBIT
CHECKS	02/29/16	33135	RICHARDS ENERGY	AP	VENDOR	1,409.93
CHECK	03/07/16	33175	RICHARDS ENERGY	AP	VENDOR	2,819.86
CHECKS	04/20/16	33271	RICHARDS ENERGY	AP	VENDOR	1,409.93
						<u>9,869.51</u>
CHECKS	02/08/16	33035	STATE OF NEW MEXICO	AP	DELAY RENTAL	2,000.00
CHECKS	02/11/16	33046	STATE OF NEW MEXICO	AP	REGULATORY FEES	340.17
CHECKS	02/14/16	33055	STATE OF NEW MEXICO	AP	ADVALOREM TAX	19,248.90
CHECK	03/07/16	33172	STATE OF NEW MEXICO	AP	REGULATORY FEES	80.00
CHECKS	04/04/16	33220	STATE OF NEW MEXICO	AP	REGULATORY FEES	20.00
						<u>21,689.07</u>
CHECKS	01/27/16	32992	TOMAHAWK PUMPING	AP	VENDOR	369.25
CHECKS	01/27/16	32993	TOMAHAWK PUMPING	AP	VENDOR	7,722.60
CHECKS	02/24/16	33124	TOMAHAWK PUMPING	AP	VENDOR	8,091.85
CHECK	03/24/16	33209	TOMAHAWK PUMPING	AP	VENDOR	7,907.23
CHECKS	04/20/16	33273	TOMAHAWK PUMPING	AP	VENDOR	7,907.23
						<u>31,998.16</u>
MISC DEBIT	02/22/16	A/C TRSF.	TRSF TO REV A/C	MISC DEBIT	OWNER REVENUE PAYMENTS	139,059.31
MISC DEBIT	03/18/16	A/C TRSF.	TRSF TO REV A/C	MISC DEBIT	OWNER REVENUE PAYMENTS	69,098.91
MISC DEBIT	04/06/16	A/C TRSF.	TRSF TO REV A/C	MISC DEBIT	OWNER REVENUE PAYMENTS	29,414.07
MISC DEBIT	02/29/16	A/C TRSF.	TRSF TO REV. A/C	MISC DEBIT	OWNER REVENUE PAYMENTS	41,945.83
MISC DEBIT	03/30/16	A/C TRSF.	TRSF TO REV. A/C	MISC DEBIT	OWNER REVENUE PAYMENTS	4,555.17
						<u>284,073.29</u>
			UBOC - INTEREST ON \$16			
MISC DEBIT	01/25/16	WIRE TRSF	MILLION	MISC DEBIT	BANK	107,659.11
MISC DEBIT	02/25/16	WIRE TRSF	UBOC - LEGAL FEES	MISC DEBIT	LEGAL FEES	5,539.12
			UBOC - PRIN. ON \$16 MILLION			
MISC DEBIT	01/25/16	WIRE TRSF	LOAN	MISC DEBIT	BANK	100,000.00
			UBOC - PRIN. ON \$6.9 MILLION			
MISC DEBIT	02/25/16	WIRE TRSF	LOAN	MISC DEBIT	PRIN. & INTEREST	100,000.00
			UBOC INTEREST ON \$6.9			
MISC DEBIT	02/25/16	WIRE TRSF	MILLION LOAN	MISC DEBIT	PRIN. & INTEREST	59,524.81
						<u>372,723.04</u>
CHECKS	04/11/16	33246	WEAVER AND TIDWELL	AP	TAXATION SERVICES	11,726.25
						<u>11,726.25</u>
CHECKS	02/08/16	33038	XCEL ENERGY	AP	UTILITIES	9,581.48
CHECKS	02/08/16	33039	XCEL ENERGY	AP	UTILITIES	82.60
CHECK	03/07/16	33179	XCEL ENERGY	AP	UTILITIES	12,122.80
CHECK	03/07/16	33180	XCEL ENERGY	AP	UTILITIES	83.05
CHECKS	04/07/16	33240	XCEL ENERGY	AP	UTILITIES	12,397.74
CHECKS	04/07/16	33241	XCEL ENERGY	AP	UTILITIES	83.09
						<u>34,350.76</u>
CHECKS	01/21/16	32985	YOAKUM COUNTY	AP	ADVALOREM	7,197.79
						<u>7,197.79</u>